

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION

**TRISTAR INVESTORS, INC.,**

**Plaintiff,**

**v.**

**AMERICAN TOWER CORPORATION,  
et al.,**

**Defendants.**

**CIVIL ACTION NO. 3:12-CV-499-M**

**AMERICAN TOWER, LLC, et al.,**

**Counter-Plaintiffs,**

**v.**

**TRISTAR INVESTORS, INC., et al.,**

**Counter-Defendants.**

**PLAINTIFF'S WITNESS LIST**

Pursuant to the Court's March 13, 2014 Second Amended Scheduling Order (Dkt. #319), the June 12, 2014 Order (Dkt. #332), and F.R.C.P. 26(a)(3)(A)(i), Plaintiff TriStar Investors, Inc. submits the following list of witnesses who may be called at trial.

1. John Armour

Mr. Armour is the Vice President of Site Acquisitions at TriStar. Mr. Armour is expected to testify about the process by which TriStar acquires cell tower sites, TriStar's tower operating activities, and the process of converting towers when the existing ground lease expires. Mr. Armour will also be asked to testify about his personal knowledge of the allegations at issue in the case. Mr. Armour was deposed. It is probable that Mr. Armour will testify.

2. Brenda Berry

Ms. Berry was an American Tower employee who regularly negotiated, as well as supervised and managed those who negotiated, with landowners for the land rights under cell towers that American Tower operates. It is expected that Ms. Berry will be asked to testify about the training that she received and conducted regarding how to interact and negotiate with landowners, specific communications that she had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates, as well as other topics concerning her work at American Tower. Ms. Berry was deposed. It is probable that Ms. Berry will testify.

3. Norm Campbell

Mr. Campbell is a landowner who leases property to American Tower on which it operates a cell tower. He will testify about his interactions with American Tower and TriStar. He will testify that American Tower has never asked him to keep its offers confidential, made low offers to him, kept him in the dark, and threatened him. Mr. Campbell was deposed. He is a possible witness.

4. Mark Cogley

Mr. Cogley will testify about his work for TriStar as a site acquisition specialist. He is expected to testify about TriStar's business generally, how TriStar typically approaches landowners, specific interactions that he has had with landowners, and his knowledge of American Tower's interactions with landowners. Mr. Cogley was deposed and is a possible witness.

5. Michael J. Cook

Mr. Cook is an attorney who represented a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. He will testify about his interactions with American Tower and TriStar. He will testify about American Tower representatives' statements to him regarding relocation of the tower on his client's property. Mr. Cook was deposed. He is a possible witness.

6. Connie Cowan

Mr. Cowan is a landowner who entered into an easement agreement with TriStar, and the easement was later sold to Crown Castle. He will testify about his experiences with Crown Castle and TriStar. He will testify that, in exchange for his revenue sharing agreement with TriStar, he received an agreement to be paid a substantial sum of money from Crown Castle. Crown Castle honored the revenue share provision in his agreement, that he made over \$1 million after TriStar acquired the site and then sold it to Crown, and that he is happy with the deal even though TriStar sold the easement. Mr. Cowan was deposed. Mr. Cowan is a probable witness.

7. Neil Crocker

Mr. Crocker was an American Tower employee who managed the team that regularly negotiates with landowners for the land rights under cell towers that American Tower operates. It is expected that Mr. Crocker will be asked to testify about his work at American Tower as it relates to the allegations in the lawsuit, including questions about the training that he received and the training that he conducted regarding how to interact and negotiate with landowners, specific communications that he had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. He will be asked to testify regarding American Tower's response to competition by TriStar, the strategy that American Tower developed to combat TriStar's acquisition of land rights, and American Tower's strategy for negotiating with landowners at sites for which it is competing with TriStar. Mr. Crocker will also be asked to testify regarding the Lyle Company ("Lyle") and its relationship with American Tower. Mr. Crocker was deposed. It is probable that Mr. Crocker will testify.

8. Spencer Davis

Mr. Davis will testify about his work for TriStar as a site acquisition specialist. He is expected to testify about TriStar's business generally, how TriStar typically approaches landowners, specific interactions that he has had with landowners, and his knowledge of American Tower's interactions with landowners. Mr. Davis was deposed and is a possible witness.

9. Kenny Deas

Mr. Deas is a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. He will testify about his interactions with American Tower and TriStar. It is expected that he will testify that on multiple occasions, American Tower told him that it owned the tower on his property and would tear it down if he did a deal with TriStar. Mr. Deas will also testify that he ultimately renewed his lease with American Tower, in part because of the statements that American Tower made regarding the tower's ownership and its ability to tear the tower down. Mr. Deas was deposed. It is probable that Mr. Deas will be called to testify.

10. Pam Dobbas

Ms. Dobbas is a landowner who leases property to American Tower on which it operates a cell tower. It is expected that Ms. Dobbas will testify about her experiences with TriStar and American Tower, including testimony regarding the significant hardships, fear, and stress that she has experienced since American Tower sued her over the confidentiality clause in her lease agreement. Ms. Dobbas was deposed. It is probable that Ms. Dobbas will be called to testify.

11. Randy Doran

Mr. Doran is a landowner who leased property to American Tower on which it operated a cell tower that was owned by a wireless carrier. He will testify about his experiences with American Tower and TriStar. Mr. Doran will testify that American Tower told him that it owned

the tower and that it would tear the tower down if he did a deal with TriStar. He will further testify that TriStar now operates the tower and shares with him the revenue that it receives from the wireless carriers that have antenna equipment on the tower. Mr. Doran was not deposed. He is a probable witness.

12. Ruth Dowling

Ms. Dowling is in-house counsel for American Tower. She could be called to testify regarding multiple state court lawsuits involving American Tower and TriStar. She was deposed and is a possible witness.

13. Larry Dussack

Mr. Dussack has worked as a contractor on behalf of American Tower. He could be called to testify regarding American Tower's process for identifying and acquiring potential relocation sites, particularly in response to TriStar's acquisition of land rights under towers operated by American Tower, and the obstacles that American Tower faces in its relocation efforts. He could further be asked to testify regarding his interactions with local government and zoning officials on behalf of American Tower and statements that he has made to those officials in that capacity. Mr. Dussack was deposed and is a possible witness.

14. Ronald Dykes

Mr. Dykes is on the American Tower Board of Directors. If called as a witness, he will be asked about American Tower's efforts and motivations to become a Real Estate Investment Trust ("REIT"), the process that American Tower went through to become a REIT, and what its current status as a REIT means for American Tower financially. He will also testify about American Tower's strategy regarding TriStar and its efforts to relocate towers from sites at which TriStar has acquired land rights. Mr. Dykes was deposed. It is possible that Mr. Dykes will testify.

15. Suzanne Elliott

Ms. Elliott is a landowner who leases property to American Tower on which it operates a cell tower. She will testify about her interactions with American Tower and its agents, including that representatives of the Lyle Company told her that she would end up with nothing if she did a deal with TriStar. She will further testify that the Lyle representative's statements caused her stress and that because of the statements, she has not yet signed an agreement with TriStar. Ms. Elliott was deposed. She is a probable witness.

16. Erin Fischer

Ms. Fischer is an American Tower employee who is responsible for developing and maintaining relationships with landowners. She will be asked to testify about communications that she has had with landowners as well as American Tower's process for transferring ownership of sites that are acquired by TriStar, and other aspects of her work for American Tower. Ms. Fischer was deposed. It is possible that Ms. Fischer will testify.

17. Harry Flint

Mr. Flint would be asked about his involvement and experiences in American Tower's site acquisition efforts related to potential site relocations and about other aspects of his work for American Tower. He will be asked to testify about American Tower's process for identifying and acquiring potential relocation sites, particularly in response to TriStar's acquisition of land rights under towers operated by American Tower. He will further be asked to testify regarding American Tower's interactions with local government and zoning officials and statements that American Tower employees and contractors make to those officials. Mr. Flint was deposed. It is probable that Mr. Flint will testify.

18. Dale Gilardi

Mr. Gilardi is Vice President and Chief Financial Officer of TriStar and was named individually as a defendant by American Tower in connection with its RICO claims. He will testify regarding his business background prior to joining TriStar, why he chose to work for TriStar, and TriStar's business model as well as its operations and finances. He will testify about the financial aspects of the deals that TriStar enters with landowners, the revenue that landowners receive from TriStar, the revenue that TriStar receives from wireless carrier companies, and facts demonstrating that American Tower breached lease agreements with TriStar as landowner. He will also testify about the allegations made against him and TriStar. Mr. Gilardi was deposed. It is probable that Mr. Gilardi will testify.

19. Bob Giles

Mr. Giles was the President and served on the Board of Directors of TriStar and was named individually as a defendant by American Tower in connection with its RICO claims. He will testify regarding his professional background prior to joining TriStar, what motivated his decision to join TriStar, and why he still invests in TriStar despite no longer being employed by the company. Mr. Giles will also testify about TriStar's business model and operations, his role at the company while employed there, and TriStar's efforts to acquire portfolios of land underneath cell towers and otherwise expand its business. Mr. Giles will also testify about the allegations made against him and TriStar and other aspects of his work for TriStar. Mr. Giles was deposed. It is probable that Mr. Giles will testify.

20. Marc Grant

Mr. Grant is an American Tower employee who is involved in network development and executing American Tower's strategy regarding TriStar. He will be asked about this work. He will be asked to testify regarding his knowledge of American Tower's attempts to relocate towers at sites where TriStar has acquired land rights, the hurdles that American Tower faces in those attempts, and the very limited success that American Tower has had in moving towers. He will also testify about the considerations that motivate American Tower to undertake relocation efforts and its various strategies to deal with TriStar. Mr. Grant was deposed. It is probable that Mr. Grant will testify.

21. Charles Grinstein

Mr. Grinstein is a landowner who has a cell tower on his property that is operated by TriStar. He will testify about his interactions with American Tower and TriStar. He will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised, that he is very happy with TriStar as the operator, and that American Tower continued to harass him after finding out that he had done a deal with TriStar. Mr. Grinstein was not deposed. He is a possible witness.

22. Jeffery Hartdorn

Mr. Hartdorn is a landowner who leases property to American tower on which it operates a cell tower. He will testify about his interactions with American Tower and TriStar. He will testify that representatives of American Tower and the Lyle Company threatened to tear the tower down on multiple occasions, slandered TriStar, and harassed him. Mr. Hartdorn was deposed. He is a probable witness.

23. Jason Hirsch

Mr. Hirsch is an American Tower executive who will be asked about his work as it relates to TriStar. He will testify regarding American Tower's response to competition by TriStar, the strategy that American Tower developed to combat TriStar's acquisition of land rights, and American Tower's strategy for negotiating with landowners at sites for which it is competing with TriStar. Mr. Hirsch will also testify about specific communications that he has had with landowners, American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates, and the relationship between Lyle and American Tower. Mr. Hirsch was deposed. It is probable that Mr. Hirsch will testify.

24. David Hull

Mr. Hull is a Managing Director of Centennial Ventures ("Centennial"), an investor and shareholder in TriStar, and is a member of the TriStar Board of Directors. If called, he will testify about his involvement with TriStar, Centennial's investment in TriStar, why Centennial initially believed that TriStar was a good investment, and why he thinks Centennial's stake in TriStar is still a good investment. Mr. Hull was deposed. It is possible that Mr. Hull will be a witness.

25. Mike Isbell

Mr. Isbell is a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. He will testify about his interactions with American Tower and TriStar. It is expected that he will testify that American Tower representatives told him that it would tear the tower down if he did a deal with TriStar, that he did not like the way that he was treated by American Tower personnel, and that he ultimately accepted TriStar's offer because it was better than American Tower's. Mr. Isbell was deposed. It is probable that Mr. Isbell will testify.

26. David Ivy

Mr. Ivy is the Chief Executive Officer, co-founder, and Chairman of the Board of Directors of TriStar, and he was also named individually as a defendant by American Tower in connection with its RICO claims. Mr. Ivy will testify regarding his business background, the founding of TriStar, and TriStar's business model and operations. He will testify about the economics of the tower industry, TriStar's goals and strategies, how TriStar brings competition to the tower industry, and how TriStar's business model benefits both landowners and wireless carrier companies. Mr. Ivy will also testify about the allegations against him and TriStar. Mr. Ivy was deposed. It is probable that Mr. Ivy will testify.

27. Angeline Johnson

Ms. Johnson is a landowner who leases property to American Tower on which it operates a cell tower. She will testify about her interactions with American Tower and TriStar. She will testify regarding the significant hardships, fear, and stress that she has experienced since American Tower sued her over the confidentiality clause in her lease agreement. Ms. Johnson was deposed. She is a possible witness.

28. Jeremiah Johnson

Mr. Johnson is an American Tower employee who regularly negotiates with landowners for the land rights under cell towers that American Tower operates. He will be asked to testify about this work for American Tower. He will testify about the training that he has received regarding how to interact and negotiate with landowners, specific communications that he has had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. Mr. Johnson was deposed. It is probable that Mr. Johnson will testify.

29. Kenneth Johnson

Mr. Johnson is a landowner who has a cell tower on his property that is operated by TriStar. He will testify about his interactions with American Tower and TriStar. He will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised, that he is very happy with TriStar as the operator of the tower, that he makes more money with TriStar operating his tower than he did with American Tower as the operator, and that he does not care who operates the tower as long as he gets his money. Mr. Johnson was deposed. He is a possible witness.

30. Paulette Jones

Ms. Jones is a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. She will testify about her interactions with American Tower and TriStar. Ms. Jones will testify that American Tower told her that it owned the tower and that it would tear the tower down if she did a deal with TriStar. She will also testify that she ultimately renewed her lease with American Tower, in part because of the statements that American Tower made regarding the tower's ownership and its ability to tear the tower down. Ms. Jones was deposed and it is probable that she will testify.

31. Carolyn Katz

Ms. Katz is on the American Tower Board of Directors. She will testify regarding American Tower's efforts and motivations to become a REIT, the process that American Tower went through to become a REIT, and what its current status as a REIT means for American Tower financially. She will also testify about American Tower's strategy regarding TriStar, its efforts to relocate towers from sites at which TriStar has acquired land rights, and other topics raised in her deposition. Ms. Katz was deposed. It is possible that she will be a witness.

32. John Kautz

Mr. Kautz is a landowner who leases property to American Tower on which it operates a cell tower. He will testify about his interactions with American Tower and TriStar. He will testify regarding the significant hardships, fear, and stress that he has experienced since American Tower sued him over the confidentiality clause in his lease agreement. Mr. Kautz was not deposed. He is a possible witness.

33. Mark Kearns

Mr. Kearns was an American Tower executive who was tasked with "resolving" TriStar and dealing with the competition that TriStar brought to the market. He will be asked about these topics. Among other things, he will testify regarding American Tower's response to competition by TriStar, the strategy that American Tower developed to combat TriStar's acquisition of land rights, and American Tower's strategy for negotiating with landowners at sites for which it is competing with TriStar. Mr. Kearns was deposed, and it is possible that he will be a witness.

34. Linda Kiszka

Ms. Kiszka is a landowner who leases property to American tower on which it operates a cell tower. She will testify about her interactions with American Tower and TriStar. She will testify that American threatened to tear the tower down, that this scared her and aggravated her multiple sclerosis, but she ultimately entered an agreement with Tristar because they were honest and fair with her and offered her more money. Ms. Kiszka was deposed, and it is probable that she will testify.

35. Mike Krumbein

Mr. Krumbein is a landowner who entered into an easement agreement with TriStar, and the easement was later sold to Crown Castle. He will be asked about these transactions. He will testify that Crown Castle honored the revenue share provision in his agreement, that Crown paid him a substantial sum of money in a buyout deal, and that he is happy with the deal even though TriStar sold the easement. Mr. Krumbein was deposed, and it is probable that he will testify.

36. John Lemmon

Mr. Lemmon is the General Counsel of TriStar and was named individually as a defendant by American Tower in connection with its RICO claims. Mr. Lemmon will testify

regarding his professional background prior to joining TriStar, TriStar's business model, his work for TriStar, including testimony about the structure of TriStar's easement and other agreements with landowners, the fact that the majority of landowners were represented by counsel during their negotiations with TriStar, facts demonstrating that American Tower breached lease agreements with TriStar as the landowner, and the allegations against him and TriStar. Mr. Lemmon was deposed, and it is possible that he will testify.

37. Eric Loftus

Mr. Loftus was an American Tower employee who regularly negotiated with landowners for the land rights under cell towers that American Tower operates. He will be asked to testify about those experiences and about the training that he received regarding how to interact and negotiate with landowners, specific communications that he had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. Mr. Loftus was deposed. It is possible that he will be a witness.

38. Alexander Macheras

Mr. Macheras was an American Tower employee who regularly negotiated with landowners for the land rights under cell towers that American Tower operates. He will be asked to testify about those experiences and about the training that he received regarding how to interact and negotiate with landowners, specific communications that he had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. He will also testify regarding his resignation from American Tower and the events surrounding his resignation. Mr. Macheras was deposed. It is probable that he will testify.

39. Michael Mackey

Mr. Mackey is the Vice President of Underwriting and Site Acquisitions at TriStar and was named individually as a defendant by American Tower in connection with its RICO claims. Mr. Mackey will testify regarding his business background prior to joining TriStar, his work for TriStar, including TriStar's business model and operations, communications with landowners, and the revenue that TriStar pays to landowners in conjunction with the easement and other agreements that they enter into. He will also testify about the economics of the tower industry, how American Tower responded to TriStar's entry into the industry, statements that American Tower representatives make to landowners about TriStar. Mr. Mackey was deposed, and the allegations against him and TriStar. It is probable that he will testify.

40. Piero Maniaci

Mr. Maniaci is an American Tower employee who regularly negotiates with landowners for the land rights under cell towers that American Tower operates. He will be asked to testify about his work for American Tower and about the training that he has received regarding how to interact and negotiate with landowners, specific communications that he has had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or

otherwise secure land rights under the towers that it operates. Mr. Maniaci was deposed. It is probable that he will be called to testify.

41. Steven Marshall

Mr. Marshall will be asked to testify about American Tower's domestic cell tower operations and his involvement with TriStar. Mr. Marshall will be asked to testify regarding American Tower's strategy for competing with TriStar, how that strategy was developed, and the manner in which it is being executed. He will also testify about communications that he has had with representatives of wireless carriers and their reaction to American Tower's requests that they relocate to alternate towers in response to TriStar's acquisition of land rights under certain towers operated by American Tower. Mr. Marshall was deposed. It is probable that he will be a witness.

42. Rob McNeil

Mr. McNeil is an American Tower executive who is involved in network development and executing American Tower's strategy regarding TriStar. He will be asked to testify about these things. He will testify regarding his knowledge of American Tower's attempts to relocate towers at sites where TriStar has acquired a property interest and the hurdles that American Tower faces in those attempts. He will also testify about the considerations that motivate American Tower to undertake relocation efforts and its various strategies to deal with TriStar. Mr. McNeil was deposed. It is probable that he will be a witness.

43. Benjamin Myers

Mr. Myers is an American Tower employee who manages the team that regularly negotiates with landowners for the land rights under cell towers that American Tower operates. He will be asked about his work for American Tower in this regard. He will testify about the training that he has received and the training that he conducts regarding how to interact and negotiate with landowners, specific communications that he has had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. He will testify regarding American Tower's response to competition by TriStar, the strategy that American Tower developed to combat TriStar's acquisition of land rights, and American Tower's strategy for negotiating with landowners at sites for which it is competing with TriStar. Mr. Myers will also testify regarding the Lyle Company and its relationship with American Tower. Mr. Myers was deposed, and he is a probable witness.

44. Mark Newsom

Mr. Newsom is a landowner who has a cell tower on his property that is operated by TriStar. He will testify about his interactions with American Tower and TriStar. He will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised. Mr. Newsom was not deposed. He is a possible witness.

45. Matt Newton

Mr. Newton is the Vice Chairman of TriStar and the head of its Mergers and Acquisitions group and he was named individually as a defendant by American Tower in connection with its RICO claims. Mr. Newton will testify regarding his business background prior to joining TriStar, his expertise in developing and growing businesses, and his decision to join TriStar as one of its executives. He will further testify regarding the agreements that TriStar has with its various investors and TriStar's future as a tower operator. He will testify about the allegations made against him and TriStar. He will testify about business opportunities that TriStar has, as well as its strategic plans. He will also testify about those topics outlined in his expert designation. Mr. Newton was deposed, and he is a probable witness.

46. Tinh Nguyen

Mr. Nguyen is a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. He will testify about his experiences with American Tower and TriStar. Mr. Nguyen will testify that American Tower told him that it owned the tower and that it would tear the tower down if he did a deal with TriStar. He will also testify that he ultimately struck a deal with American Tower because their statements made him too fearful to enter an agreement with TriStar. Mr. Nguyen was deposed. He is a probable witness.

47. Christopher T. Nixon

Mr. Nixon has served as outside counsel to Verizon Wireless ("Verizon") in connection with its rights at certain cell tower sites at which American Tower operates the tower. He may testify regarding Verizon's rights of quiet enjoyment at towers on which it has antenna equipment and Verizon's reluctance to relocate off of its current towers to alternative sites. Mr. Nixon was not deposed. He is a possible witness.

48. Eugene "Bud" Noel III

Mr. Noel is an American Tower executive in its domestic tower operations division. He will be asked questions about his job, especially as it relates to TriStar. Mr. Noel will testify regarding the strategy that American Tower developed to combat TriStar's acquisition of land rights, American Tower's "strategic relocation initiative," American Tower's limited success in its efforts to relocate towers at sites at which TriStar has acquired land rights, and the obstacles that American Tower faces in those efforts. Mr. Noel was deposed. He is a probable witness.

49. Stacey Noland

Ms. Noland is an American Tower executive responsible for developing and maintaining relationships between American Tower and wireless carrier companies in Texas and surrounding states. Ms. Noland will testify regarding American Tower's efforts to relocate towers in Texas in response to TriStar's acquisition of land rights under towers operated by American Tower, her interactions with carriers in her efforts to persuade them to relocate to alternative towers, and the obstacles that American Tower faces in these efforts. Ms. Noland was deposed. She is a probable witness.

50. Randy Osborne

Mr. Osborne is a landowner who leases property to American Tower on which it operates a cell tower. He will testify about his interactions with American Tower and TriStar. He will testify that American Tower threatened to tear the tower down if he did a deal with TriStar and that these threats were the only reason that he chose to do a deal with American Tower instead of TriStar. Mr. Osborne was deposed. He is a probable witness.

51. Justine Paul

Ms. Paul is an American Tower employee who regularly negotiates with landowners for the land rights under cell towers that American Tower operates. She will be asked questions about her work. She will testify about the training that she has received regarding how to interact and negotiate with landowners, specific communications that she has had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. Ms. Paul was deposed. She is a probable witness.

52. Tom Paxton

Mr. Paxton is a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. He will testify about his experiences with TriStar and American Tower. Mr. Paxton will testify that American Tower told him that it owned the tower and that it would tear the tower down if he did a deal with TriStar. He will also testify that he ultimately entered an agreement with TriStar and that TriStar dealt fairly with him. Mr. Paxton was deposed and is a probable witness.

53. Richard Pell

Mr. Pell is a landowner who has a cell tower on his property that is operated by TriStar. He will testify about his interactions with American Tower and TriStar. He will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised, that he is very pleased that he did the deal with TriStar, that he makes more money with TriStar as the operator than he did with American Tower, and that he does not care who operates the tower on his property or whether it gets sold, as long as he gets paid. He is also expected to testify about his experiences with American Tower. Mr. Pell was deposed and is a probable witness.

54. Leon Pelzel

Mr. Pelzel is a landowner who has a cell tower on his property that is operated by TriStar. He will testify about his interactions with American Tower and TriStar. He will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised. Mr. Pelzel was not deposed. He is a possible witness.

55. Christopher Prescott

Mr. Prescott will be asked about the relationships between American Tower and wireless carrier companies in North Texas and the surrounding areas. Mr. Prescott will testify regarding

American Tower's efforts to relocate towers in North Texas in response to TriStar's acquisition of land rights under towers operated by American Tower, his interactions with carriers in his efforts to persuade them to relocate to alternative towers, and the obstacles that American Tower faces in these efforts. Mr. Prescott was deposed. He is a probable witness.

56. John Puleo

Mr. Puleo will be asked about his negotiations with landowners for the land rights under cell towers that American Tower operates. He will testify about the training that he has received regarding how to interact and negotiate with landowners, specific communications that he has had with landowners, and American Tower's overall strategy in its efforts to renew ground leases or otherwise secure land rights under the towers that it operates. Mr. Puleo was deposed. He is a probable witness.

57. Christina Pushic

Ms. Pushic will testify about her work as Director of Underwriting at TriStar. She will testify regarding her business background prior to joining TriStar, her decision to accept a position at TriStar, the process by which TriStar calculates offer prices and makes offers to landowners, her interactions with landowners at specific sites, and TriStar's business model. Ms. Pushic was deposed. She is a probable witness.

58. Bob Redden

Mr. Redden is a Regional Director of Network Acquisitions at TriStar. He will testify regarding his work experience prior to joining TriStar, his work and experience at TriStar, the process by which TriStar acquires land rights under cell towers, TriStar's communications with landowners, and his knowledge about American Tower's efforts to secure land rights. Mr. Redden was not deposed. He is a possible witness.

59. Jacob Reeves

Mr. Reeves is an employee of the Lyle Company, a group that has contracted with American Tower to conduct negotiations with landowners for the land rights under certain towers that American Tower operates. Mr. Reeves will testify regarding his communications with landowners on American tower's behalf, training that he received by Lyle and American Tower personnel regarding how to approach landowner negotiations, and feedback that he received regarding his negotiations with landowners. Mr. Reeves was deposed. He is a probable witness.

60. Cheryl Reynolds

Ms. Reynolds will testify about the Lyle Company's negotiations with landowners on behalf of American Tower for the land rights under certain towers that American Tower operates. She will also testify about training and supervising other individuals who negotiate on behalf of American Tower. Ms. Reynolds will testify regarding her communications with landowners on American Tower's behalf, the instructions that she received from American Tower regarding Lyle's negotiations on their behalf, trainings that she conducted with other Lyle

personnel, and the nature of the agreement and relationship between Lyle and American Tower. Ms. Reynolds was deposed. She is a probable witness.

61. Anthony Rosa

Mr. Rosa will testify about his work as a supervising attorney at American Tower. He will testify regarding American Tower's efforts to relocate towers at sites at which TriStar has acquired land rights under towers that American Tower operates, communications that he and other American Tower personnel have had with landowners, the terms of American Tower's agreements with landowners, and the terms of American Tower's agreements with wireless carrier companies. Mr. Rosa was deposed. He is a possible witness.

62. Daniel Rosen

Mr. Rosen was a partner at Highland Capital ("Highland"), an investor and shareholder in TriStar, and is a member of the TriStar Board of Directors. He will offer testimony about his involvement with TriStar. He will testify regarding Highland's investment in TriStar, why Highland initially believed that TriStar was a good investment, and why he thinks Highland's stake in TriStar is still a good investment. He will also testify about the allegations American Tower makes in the case. Mr. Rosen was deposed. He is a probable witness.

63. Margaret Rosenquest

Ms. Rosenquest is a landowner who leases property to American Tower on which it operates a cell tower. She will testify about her interactions with TriStar and American Tower. She will testify that representatives of the Lyle Company threatened to tear the tower down and that this caused her great fear and concern about doing business with TriStar. Ms. Rosenquest was deposed. She is a probable witness.

64. Jonathan Rotolo

Mr. Rotolo is the president of Woodcreek Capital Management ("Woodcreek"), an investor and shareholder in TriStar, and is a member of the TriStar Board of Directors. He will offer testimony about his involvement with TriStar. He will testify regarding Woodcreek's investment in TriStar, why Woodcreek initially believed that TriStar was a good investment, and why he thinks Woodcreek's stake in TriStar is still a good investment. He will also testify about TriStar's capital needs and opportunities available to TriStar. Mr. Rotolo was deposed. He is a probable witness.

65. Robert Smith

Mr. Smith is a landowner who leases property to American Tower on which it operates a cell tower. He will testify about his interactions with American Tower. He will testify that he an American Tower representative made him sign a lease extension without explaining to him what he was signing, leading him to believe that it was just a routine amendment, despite Mr. Smith's blindness. Mr. Smith was deposed. He is a possible witness.

66. James Taiclet

Mr. Taiclet is the Chief Executive Officer of American Tower. He will testify regarding American Tower's efforts and motivations to become a REIT, the process that American Tower went through to become a REIT, and what its current status as a REIT means for American Tower financially. He will testify about American Tower's relationship with carriers, the process of moving towers and carriers, and related issues. He will be asked to testify about remarks he made to stock analysts. He will also testify about American Tower's strategy regarding TriStar, its efforts to relocate towers from sites at which TriStar has acquired land rights, and the impact that TriStar has had on American Tower financially. He will testify about his involvement with TriStar. Mr. Taiclet was deposed. He is a possible witness.

67. Jimmy Taylor

Mr. Taylor is the Vice President of Business Development at TriStar. He will testify regarding his work experience prior to joining TriStar, his work and experiences at TriStar, the process of converting a tower once the existing ground lease expires and TriStar assumes operation of the tower, TriStar's operation of those cell towers, and other work that TriStar performs. Mr. Taylor was not deposed. He is a probable witness.

68. Bruce Thiel

Mr. Thiel is a landowner who leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. Mr. Thiel will testify about his experiences with TriStar and American Tower. Mr. Thiel will testify that American Tower told him that it owned the tower, that it would tear the tower down if he did a deal with TriStar, and that American Tower representatives made disparaging statements about TriStar. Mr. Thiel was deposed. He is a probable witness.

69. Bonnie Thornton

Ms. Thornton is a landowner who leases property to American Tower on which it operates a cell tower. She will testify about her interactions with American Tower and TriStar. She will testify that American Tower representatives told her that she had to accept a buyout deal or else they would tear the tower down. Ms. Thornton was deposed. She is a possible witness.

70. Mark Uminski

Mr. Uminski is the Vice Present of Engineering at TriStar. He will testify regarding his professional experience prior to joining TriStar, his work and experiences at TriStar, TriStar's site selection criteria and process, the engineering considerations that go into TriStar's decisions whether to pursue particular tower sites, and why those considerations are critical to TriStar's business model. Mr. Uminski will testify about site selection considerations. He will also testify about those topics outlined in his expert designation and the allegations made by American Tower. Mr. Uminski was not deposed. He is a probable witness.

71. Jerry Vogl

Mr. Vogl is the Vice President of Property Management at TriStar and was named individually as a defendant by American Tower in connection with its RICO claims. He will testify regarding his professional experience prior to joining TriStar, the various aspects and requirements of operating a cell tower, and TriStar's activities as a tower operator. He will testify about the allegations made against him. Mr. Vogl was deposed. He is a probable witness.

72. Edward Wallander

Mr. Wallander is the President and co-founder of TriStar and was named individually as a defendant by American Tower in connection with its RICO claims. Among other things, he will testify regarding his extensive professional experience prior to founding TriStar, the motivations behind TriStar's founding, and TriStar's business model. Mr. Wallander will also testify about the internal operations of TriStar, how TriStar has grown since its founding, and TriStar's strategy for continued growth. He will also testify about the topics outlined in his expert designation. Mr. Wallander was deposed. He is a probable witness.

73. Justin White

Mr. White is an American Tower attorney in the land management area. He will testify regarding American Tower's relationship with Unison and the nature and details of their "one-plus-one" arrangement. He was deposed. He is a possible witness.

74. Bobbie Jo Wilkerson

Ms. Wilkerson is a landowner who has a cell tower on her property that is operated by TriStar. She will testify about her interactions with American Tower and TriStar. She will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised, and that she is much better off with TriStar as the operator than she was when American Tower operated the tower. Ms. Wilkerson was not deposed. She is a probable witness.

75. Brian Williams

Mr. Williams is the son of a landowner who leases property to American Tower on which it operates a cell tower. He will testify about his interactions with American Tower and TriStar. He will testify that his father was told that American Tower could tear down the tower on his property and that this might have influenced his father to accept a lower offer from American Tower. Mr. Williams was deposed. He is a possible witness.

76. Karl Willock

Mr. Willock is a landowner who has a cell tower on his property that is operated by TriStar. He will testify about his interactions with American Tower and TriStar. He will testify that TriStar operates the tower and shares the revenue that it receives from the wireless carriers, as promised, that he is very satisfied with TriStar as the operator of the tower, and that it is clear

to him that TriStar operates towers because it operates his. Mr. Willock was deposed. He is a probable witness.

77. Denny York

Mr. York is the representative of an organization that leases property to American Tower on which it operates a cell tower that is owned by a wireless carrier. He will testify about his interactions with American Tower and TriStar. Mr. York will testify that American Tower told him that it owned the tower and that it would tear the tower down if he did a deal with TriStar. He will also testify that American Tower representatives told him that TriStar was going out of business, that TriStar would leave him out in the cold if he did a deal with them, and that despite these statements, he did a deal with TriStar because he did not believe American Tower. Mr. York was deposed. He is a probable witness.

78. Joel Young

Mr. Young is a landowner who leases property to American Tower on which it operates a cell tower. He will testify about his interactions with American Tower and TriStar. He will testify regarding the significant hardships, fear, and stress that he has experienced since American Tower sued him over the confidentiality clause in his lease agreement. Mr. Young was not deposed. He is a possible witness.

79. George Zaharis

Mr. Zaharis will testify about his work for TriStar as a site acquisition specialist. He is expected to testify about TriStar's business generally, how TriStar typically approaches landowners, specific interactions that he has had with landowners, and his knowledge of American Tower's interactions with landowners. Mr. Zaharis was deposed and is a possible witness.

80. Phyllis Darden-Caldwell

Ms. Darden-Caldwell will testify about the creation of certain summary exhibits. Ms. Darden-Caldwell was not deposed and is a possible witness.

81. Duane Dowd

Mr. Dowd is a landowner who will testify about American Tower's conduct towards him in its attempts to renew and/or acquire his cell tower site property. He was not deposed and is a possible witness.

82. Nicole Gurski

Ms. Gurski is an American Tower employee who will testify about her conduct towards wireless carriers as it relates to American Tower's attempts to persuade those wireless carriers to relocate from tower sites acquired by TriStar. Ms. Gurski was not deposed and is a possible witness.

83. Loren Heckelman

Mr. Heckelman is a landowner who will testify about American Tower's conduct towards him in its attempts to renew and/or acquire his cell tower site property. He was not deposed and is a possible witness.

**Expert Witnesses**

TriStar intends to call the following witnesses as expert witnesses. They will testify on the topics outlined in the disclosures of their expert testimony and in their reports, as well as the topics covered at their depositions.

1. Erica Bramer
2. William Clift
3. Kenneth S. Fellman
4. Matt Newton
5. M. Ray Perryman
6. Mark Uminski
7. Edward Wallander

Respectfully submitted,

VINSON & ELKINS L.L.P.

/s/ Matthew R. Stammel

William D. Sims, Jr.  
Texas Bar No. 18429500  
Thomas S. Leatherbury  
Texas Bar No. 12095275  
Matthew R. Stammel  
Texas Bar No. 24010419  
John D. Taurman  
Texas Bar No. 19680400  
Kyle D. Young  
Texas Bar No. 24070899  
Tyler J. Bexley  
Texas Bar No. 24073923  
2001 Ross Avenue, Suite 3700  
Dallas, Texas 75201  
Tel: 214.220.7700  
Fax: 214.220.7716  
bsims@velaw.com  
tleatherbury@velaw.com  
mstammel@velaw.com  
jtaurman@velaw.com  
kyoung@velaw.com  
tbexley@velaw.com

Harry M. Reasoner  
Texas Bar No. 16642000  
Stacey Neumann Vu  
Texas Bar No. 24047047  
1001 Fannin Street, Suite 2500  
Houston, Texas 77002  
Tel: 713.758.2222  
Fax: 713.758.2346  
hreasoner@velaw.com  
svu@velaw.com

*Attorneys for Plaintiff TriStar Investors, Inc.*

**CERTIFICATE OF SERVICE**

I hereby certify that on June 20, 2014, I served a true and accurate copy of the foregoing document on all counsel of record via filing of the same with the Court's CM/ECF system.

/s/      *Tyler J. Bexley*